

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

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LITIGATION

This Document Relates To:
All Cases

Case No. 23-CV-3065 (KMM/JFD)

**ORDER APPOINTING INTERIM CO-
LEAD COUNSEL AND EXECUTIVE
COMMITTEE FOR THE PUTATIVE
DIRECT PURCHASER CLASS**

and

**ORDER APPOINTING INTERIM CO-
LEAD COUNSEL AND LIAISON
COUNSEL FOR THE PUTATIVE
INDIRECT PURCHASER CLASS**

This matter is before the Court on Direct Purchaser Plaintiffs' Joint Motion to Appoint Interim Co-Lead Counsel and Executive Committee (Dkt. No. 46) and Indirect Purchaser Plaintiffs' Motion to Appoint Interim Co-Lead and Liaison Counsel (Dkt. No. 68). The Court held a hearing on April 30, 2024 where the motions were discussed. (Hr'g Mins., Dkt. No. 114.) Dan Hedlund, Heidi Silton, Alec Schultz, and Dave Cialkowski represented the Direct Purchaser Plaintiffs. (*Id.*) Rick Paul, Laura Fellows, Jeff Klobucar, and Casey Marshall represented the Indirect Purchaser Plaintiffs. (*Id.*) Belinda Lee and Davida Williams represented Defendants and took no position on the motions. (*Id.*)

Based on all the files, records, and proceedings herein, **IT IS HEREBY ORDERED** that:

1. Direct Purchaser Plaintiffs' Joint Motion to Appoint Interim Co-Lead Counsel and Executive Committee (Dkt. No. 46) is **GRANTED**.

2. Pursuant to Federal Rule of Civil Procedure 23(g), Lockridge Grindal Nauen PLLP (Heidi M. Silton), Gustafson Gluek PLLC (Daniel C. Hedlund), Zimmerman Reed LLP (David M. Cialkowski), and Hilgers Graben PLLC (Alec Schultz) are appointed Interim Co-Lead Counsel for the proposed class of direct purchaser plaintiffs ("DP Plaintiffs").

3. Further, to facilitate the conduct of the litigation, an Executive Committee is appointed naming Reinhardt Wendorf & Blanchfield, DiCello Levitt LLP, Wolf Haldenstein Adler Freeman & Herz, Spector Roseman & Kodroff, Zelle LLP, and Spiro Harrison & Nelson as its members.

4. Interim Co-Lead Counsel for DP Plaintiffs will have sole authority over the following matters on behalf of DP Plaintiffs and the proposed DP Plaintiff Class:

- a. convening meetings of counsel;
- b. initiating, responding to, scheduling, briefing, and arguing all motions;
- c. the scope, order, and conduct of all discovery proceedings;
- d. making such work assignments among themselves and other counsel as they may deem appropriate;
- e. collecting contemporaneously kept time-and-expense reports from all DP Plaintiffs' counsel on a periodic basis;

- f. the retention of experts;
- g. designating which attorneys will appear at hearings and conferences with the Court;
- h. the timing and substance of any settlement negotiations and settlement with Defendants;
- i. the allocation of fees among the various firms representing DP Plaintiffs in the case, if any are awarded by the Court; and
- j. other matters concerning the prosecution of the DP Plaintiffs' case.

5. Interim Co-Lead Counsel for DP Plaintiffs will have authority to communicate with Defendants' counsel, counsel for the Indirect Purchaser Plaintiffs, and the Court on behalf of DP Plaintiffs and the proposed DP Plaintiff Class. Defendants' counsel may rely on all agreements made with Interim Co-Lead Counsel for DP Plaintiffs and these agreements will be binding on DP Plaintiffs and DP class counsel. Only Interim Co-Lead Counsel for DP Plaintiffs may initiate or direct the filing of any motions on behalf of DP Plaintiffs and the proposed DP Plaintiff class.

6. Interim Co-Lead Counsel for DP Plaintiffs will coordinate and efficiently deploy the skills and efforts of members of the Executive Committee and any other DP Plaintiffs' counsel in this litigation.

7. On a monthly basis, Interim Co-Lead Counsel for DP Plaintiffs will collect reports of contemporaneously prepared attorney and paralegal time and expense records from each firm working on behalf of DP Plaintiffs. On a monthly

basis, each DP Plaintiff's firm that may seek an award of a fee by the Court will transmit to Interim Co-Lead Counsel for DP Plaintiffs a report summarizing, according to each separate activity: the time and expense spent by its members, associates, or staff during the preceding month; the ordinary billing rates of such attorneys in effect during that time; and the accumulated total of the firm's time, hourly rates, and expenses to date in a format to be established by Interim Co-Lead Counsel for DP Plaintiffs that is substantially similar to what is described in Exhibit A to the Declaration of Heidi M. Silton in Support of Plaintiffs' Joint Motion to Appoint Interim Co-Lead Counsel and Executive Committee. (Dkt. No. 49-2.)

IT IS FURTHER ORDERED that:

8. Plaintiff's Motion to Appoint Interim Co-Lead and Liaison Counsel for the Indirect Purchaser Class (Dkt. No. 68) is also **GRANTED**.
9. Pursuant to Federal Rule of Civil Procedure 23(g), Richard M. Paul and Laura C. Fellows (Paul LLP) are appointed Interim Co-Lead Counsel for the proposed class of Indirect Purchaser Plaintiffs ("IP Plaintiffs") and Casey D. Marshall and Jeffrey D. Klobucar (Bassford Remele) are appointed Interim Liaison Counsel.
10. Interim Co-Lead Counsel for IP Plaintiffs will have sole authority over the following matters on behalf of IP Plaintiffs and the proposed IP Plaintiff Class:
 - a. formulation and presentation of substantive and procedural issues;
 - b. initiation, response, scheduling, briefing, and argument of all motions;

- c. the scope, order, and conduct of all discovery proceedings;
- d. making such work assignments among themselves and other counsel as they may deem appropriate;
- e. collecting contemporaneously kept time-and-expense reports from all IP Plaintiffs' counsel on a periodic basis;
- f. the retention of experts;
- g. designation of which attorneys will appear at hearings and conferences with the Court;
- h. the timing and substance of any settlement negotiations and settlement with Defendants;
- i. the allocation of fees among the firms doing work for IP Plaintiffs, if any are awarded by the Court; and
- j. other matters concerning the prosecution of the IP Plaintiffs' case.

11. Interim Liaison Counsel will be in charge of communications between the Court and other counsel, including receiving and distributing notices, orders, motions, and briefs on behalf of the group, convening meetings of counsel, advising parties of developments, and otherwise working to coordinate the activities and positions of the IP Plaintiffs.

12. Interim Co-Lead Counsel for IP Plaintiffs and Interim Liaison Counsel will have authority to communicate with Defendants' counsel, DP Plaintiff's counsel, and the Court on behalf of all IP Plaintiffs and the proposed IP Plaintiff Class. Defendants' counsel may rely on all agreements made with Interim

Co-Lead Counsel for IP Plaintiffs and Interim Liaison Counsel for IP Plaintiffs and these agreements will be binding on all IP Plaintiffs or IP class counsel. Interim Co-Lead Counsel for IP Plaintiffs and Interim Liaison Counsel may initiate or direct the filing of any motions on behalf of IP Plaintiffs and the proposed IP Plaintiff Class.

13. Interim Co-Lead Counsel for IP Plaintiffs will coordinate and efficiently deploy the skills and efforts of any other IP Plaintiffs' counsel in this litigation.

FINALLY, IT IS HEREBY ORDERED that:

14. The Clerk of Court will terminate the pending duplicate motions in the member cases, as follows:

- a. Joint Motion to Appoint Counsel Interim Co-Lead Counsel and Executive Committee (Dkt. No. 38) in *Jonas* (23-CV-3082).
- b. Plaintiffs' Joint Motion to Appoint Interim Co-Lead Counsel and Executive Committee (Dkt. No. 35) in *Foster* (23-CV-3662).
- c. Joint Motion to Appoint Counsel Plaintiffs' Joint Motion to Appoint Interim Co-Lead Counsel and Executive Committee (Dkt. No. 30) in *Rozo* (23-CV-3822).
- d. Plaintiffs' Joint Motion to Appoint Interim Co-Lead Counsel and Executive Committee (Dkt. No. 33) in *Ristau* (23-CV-3823).

- e. Joint Motion to Appoint Counsel Interim Co-Lead Counsel and Executive Committee (Dkt. No. 15) in *Fathmath* (24-CV-260).

Date: May 1, 2024

s/ John F. Docherty
JOHN F. DOCHERTY
United States Magistrate Judge